

THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1340.
FILED, AUGUST 19th, 1965.

FRANCOEUR MINES LIMITED

Full corporate name of Company

Incorporated under the provisions of the Dominion Companies Act as Francoeur Mines Limited by Letters Patent dated May 27, 1932; by Supplementary Letters Patent dated Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 August 8, 1956, (Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

the Company's capital stock was altered and its name changed to Francoeur Mines Limited. Reference is made to previous Filing Statement No. 1150

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	This statement is filed pursuant to the rules of the Toronto Stock Exchange in relation to the sale of 300,000 shares and the optioning of 100,000 shares, as referred to in Item 6 below.
2. Head office address and any other office address.	Suite 400, 112 King Street West, Toronto 1, Ontario.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	President & Director, John C. L. Allen, 3 Clarendon Crescent, Toronto 7, Stockbroker Vice-President & Director, J. George Boeckh, 85 The Bridle Path, Don Mills, Ontario, Manufacturer Secretary-Treasurer & Director, Miss B. A. Argo, 3 Broadway Avenue, Toronto 12, Company Secretary Asst. Secretary-Treasurer & Director, Miss Dorothy Burlingham, 140 Jameson Avenue, Toronto 3, Secretary Director, Robert C. Stanley, Jr., 578 Navesink River Rd., Mounted Route 1, Redbank, N.J., U.S.A., Mining Executive Director, Peter K. Hanley, 27 Dundas Street South, Oakville, Ontario, Stockbroker Director Dominic M. Giachino, Apt. 203, 80 Heath Street West, Toronto, Mining Engineer
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized: \$1,200,000.00 divided into 6,000,000 shares of no par value. Issued: 5,098,333 shares
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	None
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	By agreement dated the 16th day of August, 1965, John C. L. Allen Limited, member of the Toronto Stock Exchange, has agreed, subject to acceptance for filing of this Filing Statement by the Toronto and Canadian Stock Exchanges, to purchase forthwith 300,000 shares of the Company's capital stock at the price of 15¢ per share for a total purchase price of \$45,000. In consideration of the foregoing, the Company will grant John C. L. Allen Limited a right and option to purchase all or any part of an additional 100,000 shares of the Company at 15¢ per share within ninety days of the Effective Date.

7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	John C. L. Allen Limited has entered into the afore-said agreement on behalf of its client, Wright-Hargreaves Mines Limited, Suite 400, 112 King Street West, Toronto. The shares of Wright-Hargreaves Mines Limited are listed for trading on the Toronto Stock Exchange. The only company holding a greater than 5% interest in the shares of Wright-Hargreaves Mines Limited is Lake Shore Mines Limited.		
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None		
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The proceeds of the sale of treasury shares referred to in Item 6 will be expended on some 10,000 feet of diamond drilling on the Company's property in the Township of Beauchastel, Quebec, in accordance with the recommendations contained in the report of Cyril J. Holland, B.A., B.Sc. attached.		
10. Brief statement of company's chief development work during past year.	A programme of surface diamond drilling comprising 7 holes, totalling 6,032 feet, was carried out during the period August to October inclusive 1964, at a cost of \$23,139.47.		
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	None		
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	Not applicable		
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	None		
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	Not applicable		
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	Registered Holder	No. of Shares	Beneficial Owner
	Wright-Hargreaves Mines Ltd. Toronto	1,147,003	Reg. Holder
	Hollinger Consolidated Gold Mines Ltd., Toronto	333,328	Reg. Holder
	John C.L. Allen Ltd., Toronto	241,800	Not known
	Houston & Co., Toronto	186,600	Not known
	E.H. Pooler & Co., Toronto	162,200	Not known

FINANCIAL STATEMENTS

FRANCOEUR MINES LIMITED

(Incorporated under the laws of the Government of Canada)

BALANCE SHEET
JUNE 30, 1965

ASSETS

CURRENT ASSETS

Cash \$ 11,545.72

INVESTMENTS

Marketable securities at cost (market value \$38,625.00) 33,887.50

FIXED ASSETS

Mining claims and property at cost (\$18,071.77 cash and \$108,000.00 attributed to shares of the company's capital stock issued for claims and property) 126,071.77

DEFERRED CHARGES AND OTHER ASSETS

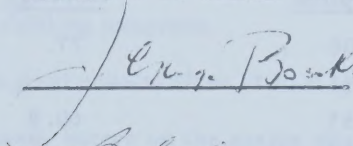
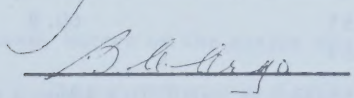
Balance amortized at Dec. 31 1964	\$269,052.00		
Expenditures for six months period	2,463.35	\$271,515.35	
Reorganization expense		3,829.80	
Commissions paid on sale of stock		40,000.00	315,345.15
			<u>\$486,850.14</u>

LIABILITIES

CAPITAL AND DEFICIT

Capital Stock			
Authorized - 6,000,000 shares without par value			
Issued - 5,098,333 shares	\$964,666.60		
Deficit			
(No change during period)	477,816.46	\$486,850.14	
			<u>\$486,850.14</u>

APPROVED ON BEHALF OF THE BOARD

 Director
 Director

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

FOR THE SIX MONTHS PERIOD ENDED JUNE 30 1965

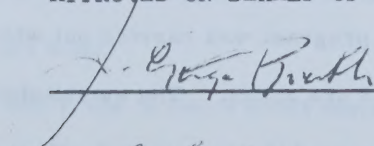
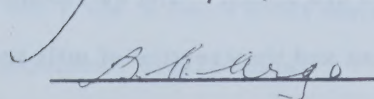
SOURCE OF FUNDS

Sale of Capital Stock	20,000.00
Dividends received	450.00
	<u>\$20,450.00</u>

APPLICATION OF FUNDS

Administrative and Corporate expense, including \$1,500.00 management fee	2,913.35
Increase in working capital	17,536.65
	<u>\$20,450.00</u>

APPROVED ON BEHALF OF THE BOARD

 Director
 Director

GEOLOGIST'S REPORT

Note-The following are excerpts from a report by C. J. Holland, B. A., B. Sc., Geologist, dated August 5th, 1965, on mining claims located in West Beauchastel Township, Temiscamingue County, Province of Quebec. A complete copy of this report is on file with the Toronto Stock Exchange.

PROPERTY

The Francoeur Mining Property lies in the extreme west central part of Beauchastel Township, Temiscamingue County, Quebec. It is connected by road to the village of Arntfield which lies 1-1/2 miles south-east of the property. The twin cities of Rouyn-Noranda lie 12 miles east of Arntfield on Highway 59.

The Francoeur Mining Property consists of 1,313.74 acres held as follows:-

A) Lands held under Crown Grant of Mining Concession:

<u>Concession Number</u>	<u>Date</u>	<u>Description</u>	<u>Acreage</u>
194	18 December 1929	Block No. 27	194.
322	12 December 1941	Northwest Corner Block "O" Western Part Block 157 - All Block 158 -	152.16 -
326	20 July 1942	Block	159 - 222.7
TOTAL			- 568.86

B) Under Development Licences:

<u>DL Number</u>	<u>Description</u>	<u>Acreage</u>
459 C	T 3006 T 3007	77.
582 C	R 9853 R 9854	60.8
864 C	ML 2055-C	186.
865 C	R 10780 ML 2055-D	187.08
866 C	R 10533 R 10534	97.4
867 C	R 10535 R 10536	136.6
TOTAL		744.88

HISTORY

The property was originally staked in 1923 by the Pioneer Syndicate (later the Towagmac Exploration Company Limited) following the discovery of gold near what is now the East Property Boundary (Block 27).

The initial find became the No. 1 Orebody. The first underground work was done in the No. 1 shaft area. This work was stopped in June, 1936, when an extensive diamond drilling program was carried out which led to the discovery of the No. 2 and No. 3 ore zones. The establishment of mining operations in the No. 2 shaft area and the erection of mill and mine plants were then undertaken. The mine came into production in August, 1938.

Further studies and subsequent diamond drilling revealed the presence of another orebody north of both the main shear and No. 1 Orebody.

Production continued until March, 1947, when rising operating costs, inadequate development and milling facilities forced suspension of operations.

The following is the production record between August, 1938, and March, 1947:-

Tons milled	570,708 Tons
Gold ounces produced	92,601.88 Oz.
Average Gold Content	0.186 Oz. per Ton
Gold - Silver ratio	915 : 85
Value of Metals recovered	\$3,948,132.58

Since the mine shut down several estimates of remaining tonnages and ore grade have been calculated. The most recent by W. D. Beaton in his report, July 1964, estimated 135,000 Tons at 0.185 oz. per Ton of proven ore and 165,000 Tons at 0.205 oz. per Ton of probable ore.

The diamond drilling carried out in 1964 under W. D. Beaton added an additional 68,000 Tons of probable ore below the No. 3 zone at 0.170 oz. per Ton.

CONCLUSIONS

After studying all available information this writer concluded that:-

- A) - to safely insure a profitable mining venture on the Francoeur property, additional tonnages should be proven by a further surface diamond drilling program.
- B) - there are good possibilities of finding new ore bodies other than those already known on the major shear zone.
- C) - there are good possibilities of finding additional tonnages along strike and at depth in the known ore bodies. The 1964 drilling on the No. 3 Zone shows the ore body continues to a depth of 1,000 feet and likely further.

RECOMMENDATIONS

A program involving 10,000 feet of diamond Drilling is recommended. The first ten holes, totalling approximately 5,000 feet are to be drilled as outlined below.

Hole A is to test the downward extension of the No. 1 Zone.

Hole B is to test the possible eastern extension of the No. 8 Zone.

Holes C and D are to check the area known as the south shear for a possible new ore body.

Holes E and F are to check a tuff horizon which contained good values in some previously drilled holes.

Holes G and H are to check the possible downward eastern extension of the No. 2 Zone.

Hole I is to check the possible downward western extension of the No. 3 Zone

Hole J is to check a shear zone mentioned in a previous report but never drilled.

Hole No.	Co-ordinates		Bearing	Dip	Length
	Latitude	Departure			
A	19,160	11,135	-	90	900
B	19,180	11,260	N	45	600
C	19,150	10,400	-	90	350
D	18,470	10,750	S	45	350
E	17,450	11,080	S	60	350
F	17,650	11,080	S	60	350
G	17,340	11,330	-	90	750
H	17,140	11,330	-	90	750
I	13,970	10,850	S	45	500
J	13,100	9,700	S 45° E	45	400

Total Footage 5,300

The location of the drill holes for the remaining 5,000 feet of drilling is dependent on the results obtained in the first ten holes.

The cost of this drilling program is estimated to be as follows:-

Direct drilling costs, including standpiping, cementing, moving, etc.	\$36,000.00
Core boxes, core splitting, assaying, supervision (geologist), surveying and line-cutting	\$ 7,000.00
Safety measures --- covering old raises and shafts as required by the Quebec Mines' Inspector	\$ 4,000.00
Total	\$47,000.00

The results of the above drilling program will dictate the next stage of development, including dewatering the mine workings, further shaft deepening, etc.

Respectfully submitted,

Cyril J. Holland

Cyril J. Holland, B. A., B. Sc.

Arntfield, Quebec,
August 5, 1965.

CERTIFICATE

With reference to my report of August 5, 1965, for Francoeur Mines Limited, I, C. J. Holland of the City of Noranda in the Province of Quebec, hereby certify that:-

- 1) I am a graduate geologist residing at 304 Murdoch Avenue, Noranda, Quebec.
- 2) I am a graduate of the University of Western Ontario with the degree of Bachelor of Arts (1952). I am a graduate of the Michigan College of Mining and Technology with the degree of Bachelor of Science in Geology (1958).
- 3) I am presently employed on the Geological Staff of Wasamac Mines Limited.
- 4) I have no personal interest, either directly or indirectly in the properties or securities of Francoeur Mines Limited and do not expect to receive any interest.
- 5) The sources of information upon which the report is based are specified in the body of the report.
- 6) That I personally visited the property at least a dozen times during the past two years, particularly in the months of September and October, 1964.

C. J. Holland

C. J. Holland, B.A., B.Sc.

Arntfield, Quebec,
August 5, 1965.

16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	<table><tr><th>Registered Holder</th><th>No. of Shares</th><th>Beneficial Owner</th></tr><tr><td>Wright-Hargreaves Mines Ltd.Toronto</td><td>1,147,003</td><td>Registered Holder</td></tr><tr><td colspan="3">Wright-Hargreaves Mines Limited with its present holdings is in a position to materially affect control of the Company.</td></tr><tr><td colspan="3">Messrs. John C. L. Allen, J. George Boeckh, Robert C. Stanley, Jr., Peter K. Hanley and Miss B. A. Argo, who are directors of Francoeur, are also directors of Wright-Hargreaves Mines Limited.</td></tr></table>	Registered Holder	No. of Shares	Beneficial Owner	Wright-Hargreaves Mines Ltd.Toronto	1,147,003	Registered Holder	Wright-Hargreaves Mines Limited with its present holdings is in a position to materially affect control of the Company.			Messrs. John C. L. Allen, J. George Boeckh, Robert C. Stanley, Jr., Peter K. Hanley and Miss B. A. Argo, who are directors of Francoeur, are also directors of Wright-Hargreaves Mines Limited.		
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17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<table><tr><th>Security</th><th>Book Value</th><th>Market Value</th></tr><tr><td>1,500 shares Northern Ontario Natural Gas Limited</td><td>\$33,887.50</td><td>\$38,625.00</td></tr><tr><td colspan="3">The Company owned 988,000 shares of Radisson Gold Mines Limited which was carried on the books of the Company at the nominal sum of \$1.00. It is understood that that Company has surrendered its charter.</td></tr></table>	Security	Book Value	Market Value	1,500 shares Northern Ontario Natural Gas Limited	\$33,887.50	\$38,625.00	The Company owned 988,000 shares of Radisson Gold Mines Limited which was carried on the books of the Company at the nominal sum of \$1.00. It is understood that that Company has surrendered its charter.					
Security	Book Value	Market Value											
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The Company owned 988,000 shares of Radisson Gold Mines Limited which was carried on the books of the Company at the nominal sum of \$1.00. It is understood that that Company has surrendered its charter.													
18. Brief statement of any lawsuits pending or in process against company or its properties.	None												
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	None												
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	(a) The shares being purchased by the underwriter are being purchased for investment only and not with a view to distribution, and we are not aware of any other person engaging in primary distribution. (b) There are no other material facts to report.												

CERTIFICATE OF THE COMPANY

DATED August 16th. 1965

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"J. G. Boeckh"

"B. A. Argo "

FRANCOEUR MINES, LIMITED

J. George Boeckh

Corporate Vice-Pres.

SEAL

B. A. Argo

Secretary-Treasurer

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

JOHN C. L. ALLEN LIMITED

"J. D. McVittie"

"A. K. Harvie"

J. D. McVittie

Vice-Pres.

A. K. Harvie

Director